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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re:	:	Chapter 11
	:	
VERTIS HOLDINGS, INC., <i>et al.</i> ,	:	Case No. 10- 16170 (ALG)
	:	
Debtors. ¹	:	(Motion for Joint Administration Pending)
	:	
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AGENDA FOR HEARING ON "FIRST-DAY" MOTIONS

Time and Date of Hearing: November 19, 2010 at 10:00 a.m. (Prevailing Eastern Time)

Location of Hearing: Judge Allan L. Gropper, Chambers Room 617 United States
Bankruptcy Court for the Southern District of New York,
Alexander Hamilton Custom House, One Bowling Green
New York, New York 10004-1408

Copies of Motions: A copy of each of the First-Day Motions can be viewed on the
Court's website at www.ecf.nysb.uscourts.gov and at
<http://www.kccllc.net/vertis>. You may also request copies by
emailing Vertisinfo@kccllc.com.

¹ The Debtors in these cases, along with the last four (4) digits of each Debtor's federal tax identification number, are Vertis Holdings, Inc. (1556); Vertis, Inc. (8322); ACG Holdings, Inc. (5968); Webcraft, LLC (6725); American Color Graphics, Inc. (3976); and Webcraft Chemicals, LLC (6726).

INTRODUCTION AND REQUEST FOR FIRST-DAY HEARING

1. **"First-Day Affidavit"** – Declaration of Gerald Sokol, Jr. Pursuant to S.D.N.Y. LBR 1007-2 in Support of the Debtors' Chapter 11 Petitions and First-Day Motions
(Docket No. 14)

PROCEDURAL AND ADMINISTRATIVE MATTERS

2. **"Joint Administration Motion"** – Debtors' Motion for Order (I) Directing Joint Administration of the Chapter 11 Cases Under Fed. R. Bankr. P. 1015(b) and (II) Waiving Requirements of 11 U.S.C. § 342(c)(1) and Fed. R. Bankr. P. 1005 and 2002(n)
(Docket No. 2)

Status: This matter will be going forward.

3. **"Consolidated Creditor List Motion"** – Debtors' Motion for Order Under 11 U.S.C. § 521, Fed. R. Bankr. P. 1007(d), and S.D.N.Y. LBR 1007-1 Authorizing Debtors to (I) Prepare List of Consolidated Creditors in Lieu of Mailing Matrix and (II) Mail Initial Notices
(Docket No. 3)

Status: This matter will be going forward.

4. **"Schedules and Statements Motion"** – Debtors' Motion for Order Under 11 U.S.C. §§ 105 and 521 and Fed. R. Bankr. P. 1007 (I) Extending Time for Debtors to File their Schedules and Statements and (II) Permanently Waiving Same Upon Confirmation of Debtors' Prepackaged Plan
(Docket No. 4)

Status: This matter will be going forward.

5. **"KCC Retention Application"** – Debtors' Application for Order Under 28 U.S.C. § 156(c), 11 U.S.C. § 503(b), Fed. R. Bankr. P. 2002 and S.D.N.Y. LBR 5075-1 (I) Approving Agreement with Kurtzman Carson Consultants LLC and (II) Authorizing the Retention and Appointment of Kurtzman Carson Consultants LLC as Notice and Claims Agent
(Docket No. 5)

Status: This matter will be going forward.

OPERATIONAL MATTERS

6. **"Employee Wages and Benefits Motion"** – Debtors' Motion for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105(a), 363(b), 507(a), 541, 1107(a) and 1108 and Fed. R. Bankr. P. 6003 (I) Authorizing, but Not Directing, Payment of Wages, Salaries, Compensation, and Employee Benefits and (II) Authorizing the Debtors' Financial Institutions to Honor and Process Checks and Transfers Related to such Obligations
(Docket No. 6)

Status: This matter will be going forward on an interim basis.

7. **"Cash Management Motion"** – Debtors' Motion for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105(a), 345(b) and 363(c) and Fed R. Bankr. P. 6003 (I) Authorizing Continued Use of Existing Cash Management System and Bank Accounts and (II) Granting Waiver of Certain U.S. Trustee Requirements
(Docket No. 7)

Status: This matter will be going forward on an interim basis.

8. **"Insurance Motion"** – Debtors' Motion for an Order Under 11 U.S.C. §§ 105(a), 361, 362, 363, 364, 1107(a) and 1108 and Fed. R. Bankr. P. 6003 Authorizing, but Not Directing, the Debtors to (I) Maintain Existing Insurance Programs and Pay All Policy Premiums and Brokers' Fees Arising Thereunder or in Connection Therewith and (II) Continue Insurance Premium Financing Programs and Pay Insurance Premium Financing Obligations Arising Thereunder or in Connection Therewith
(Docket No. 8)

Status: This matter will be going forward on an interim basis.

9. **"Tax Motion"** – Debtors' Motion for Interim and Final Orders Under 11 U.S.C. §§ 105(a), 363(b), 507(a)(8), 1107(a), and 1108 and Fed. R. Bankr. P. 6003 Authorizing, but Not Directing, the Debtors to Pay Certain Prepetition Taxes and Related Relief
(Docket No. 9)

Status: This matter will be going forward on an interim basis.

10. **"Customer Programs Motion"** – Debtors' Motion for Interim and Final Orders Under 11 U.S.C. §§ 105(a), 363(b), 1107 and 1108 and Fed. R. Bankr. P. 6003 Authorizing the Debtors to Honor Prepetition Customer Obligations
(Docket No. 10)

Status: This matter will be going forward on an interim basis.

- 11. "Unimpaired Ordinary Course Claims Motion"** – Debtors' Motion for Interim and Final Orders Under 11 U.S.C. §§ 105(a), 363 and 503(b)(9) and Fed. R. Bankr. P. 6003 Authorizing Payment of Trade and Other Unimpaired Claims in the Ordinary Course of Business
(Docket No. 11)

Status: This matter will be going forward on an interim basis.

FINANCING MOTIONS

- 12. "DIP/Cash Collateral Motion"** – Debtors' Motion for Entry of Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363 and 364 and Fed. R. Bankr. P. 4001 and 6003 and S.D.N.Y. LBR 4001-2 (I) Authorizing the Debtors to (A) Obtain Postpetition Senior Secured Super-Priority Financing; (B) Use Cash Collateral of Prepetition Secured Parties; (C) Repay in Full Amounts Owed Under the Prepetition ABL Credit Agreement; (II) Granting Adequate Protection to the Prepetition Lenders; and (III) Scheduling Final Hearing
(Docket No. 24)

Status: This matter will be going forward on an interim basis.

Related Matter:

"File Fee Letters Under Seal Motion" – Debtors' Motion for an Order Pursuant to 11 U.S.C. §§ 105(a) and 107(b) and Fed. R. Bankr. P. 9018 Authorizing the Debtors to File Certain Documents Under Seal in Connection with Certain Financing Motions Filed by the Debtors on the Date Hereof
(Docket No. 23)

Status: This matter will be going forward.

PLAN-RELATED MATTERS

- 13. "Solicitation, Disclosure Statement and Plan Confirmation Scheduling Motion"** – Debtors' Motion Under 11 U.S.C. §§ 105, 341, 1125, 1126, and 1129 and Fed. R. Bankr. P. 2002, 3017, 3018, and 3020 (I) for Order (A) Scheduling Combined Hearing on Adequacy of Disclosure Statement and Confirmation of Plan, (B) Approving Form and Manner of Notice of Combined Hearing, (C) Establishing Procedures for Objecting to Disclosure Statement and Plan, and (D) Waiving Requirement for Meeting of Creditors, and (II) for Order (A) Approving Prepetition Solicitation Procedures, (B) Approving Adequacy of Disclosure Statement and (C) Confirming Plan of Reorganization (Docket No. 12)

Status: This matter will be going forward.

- 14. "Exit Financing Motion"** – Debtors' Motion for Entry of an Order Pursuant to 11 U.S.C. §§ 105(a), 363(b) and 503(b)(1) and Fed. R. Bankr. P. 6004 Authorizing the Debtors to Pay Certain Fees and Expenses and Furnish Certain Indemnities in Connection with the Debtors Prepetition Exit Financing Commitments (Docket No. 18)

Status: This matter will not be heard on the first-day.

Related Matter:

"Shorten Notice of Exit Financing Hearing Motion" – Debtors' Motion for Order Shortening Time for Notice of Hearing to Consider Debtors' Motion for Entry of an Order Pursuant to 11 U.S.C. §§ 105(a), 363(b) and 503(b)(1) and Fed. R. Bankr. P. 6004 Authorizing the Debtors to Pay Certain Fees and Expenses and Furnish Certain Indemnities in Connection with the Debtors Prepetition Exit Financing Commitments (Docket No. 17)

Status: This matter will be going forward.

- 15. "Equity Commitment/Backstop Motion"** – Debtors' Motion for an Order Pursuant to 11 U.S.C. § 363(b) (I) Approving (A) an Equity Commitment Agreement and (B) a Backstop Commitment Agreement, (II) Authorizing Payment of Certain Related Fees and Expenses thereunder, (III) Furnishing Certain Indemnities thereunder and (IV) Granting Certain Related Relief (Docket No. 16)

Status: This matter will not be heard on the first-day.

Related Matter:

"Shorten Notice of Equity Commitment/Backstop Hearing Motion" – Debtors' Motion for Order Shortening Time for Notice of Hearing to Consider Debtors' Motion for an Order Pursuant to 11 U.S.C. § 363(b) (I) Approving (A) an Equity Commitment Agreement and (B) a Backstop Commitment Agreement, (II) Authorizing Payment of Certain Related Fees and Expenses thereunder, (III) Furnishing Certain Indemnities thereunder and (IV) Granting Certain Related Relief (Docket No. 15)

Status: This matter will be going forward.

OTHER MOTIONS

- 16. "Motion to Sell Real Estate"** – Debtors' Motion for Order Under 11 U.S.C. §§ 105(a) and 363 and Fed. R. Bankr. P. 2002 and 6004 Authorizing the Sale of Certain Real Property to (A) Ken and Rhonda Ramage, (B) Geographics, Inc. and (C) Central Hudson Gas & Electric Corporation Free and Clear of Liens, Claims and Encumbrances (Docket No. 20)

Status: This matter will not be heard on the first-day.

Related Matter:

"Shorten Notice of Sale of Real Property Hearing Motion" – Debtors' Motion for Order Shortening Time for Notice of Hearing to Consider Debtors' Motion for Order Under 11 U.S.C. §§ 105(a) and 363 and Fed. R. Bankr. P. 2002 and 6004 Authorizing the Sale of Certain Real Property to (A) Ken and Rhonda Ramage, (B) Geographics, Inc. and (C) Central Hudson Gas & Electric Corporation Free and Clear of Liens, Claims and Encumbrances (Docket No. 19)

Status: This matter will be going forward.

17. **"Utilities Motion"** – Debtors' Motion for Order Under 11 U.S.C. § 366 and Fed. R. Bankr. P. 6004 (I) Approving Debtors' Proposed Form of Adequate Assurance of Payment, (II) Resolving Objections by Utility Companies and (III) Prohibiting Utilities from Altering, Refusing or Discontinuing Service
(Docket No. 22)

Status: This matter will not be heard on the first-day.

Related Matter:

"Shorten Notice of Utilities Hearing Motion" – Debtors' Motion for Order Shortening Time for Notice of Hearing to Consider Debtors' Motion for Order Under 11 U.S.C. § 366 and Fed. R. Bankr. P. 6004 (I) Approving Debtors' Proposed Form of Adequate Assurance of Payment, (II) Resolving Objections by Utility Companies and (III) Prohibiting Utilities from Altering, Refusing or Discontinuing Service
(Docket No. 21)

Status: This matter will be going forward.

Dated: New York, New York
November 18, 2010

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